

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

HYDRO-PHOTON, INC.,
a Maine Corporation,

Plaintiff

v.

MERIDIAN DESIGN, INC., a California
Corporation

Defendant.

Civil Action No. 05011240 GAO

STIPULATION OF DISMISSAL AND ORDER

IT IS HEREBY STIPULATED AND AGREED as follows:

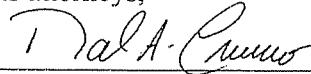
1. All responding parties to the above-captioned action, pursuant to the provisions of Fed. R. Civ. P. 41(a)(1)(ii) and (c), hereby stipulate as follows:
 2. Plaintiff, HYDRO-PHOTON, INC. ("Hydro-Photon"), dismisses Count I in the above-captioned action *with* prejudice;
 3. Defendant, MERIDIAN DESIGN, INC. ("Meridian Design"), dismisses its counterclaim, Count I and II, in the above-captioned action *without* prejudice;
 4. Each party will bear its own costs and attorneys' fees; and

5. Subject to the approval of this Court, the parties also stipulate and agree that this Court shall retain jurisdiction over the enforcement, interpretation and all disputes arising out of the Settlement Agreement dated as of September 24, 2007, entered into by the parties hereto.

Respectfully submitted,

HYDRO-PHOTON, INC.

By its attorneys,



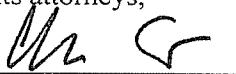
Daniel A. Crowe
Nick E. Williamson
BRYAN CAVE LLP
One Metropolitan Square
211 North Broadway, Suite 3600
St. Louis, MO 63102-2750
Telephone: (314) 259-2000
Facsimile: (314) 259-2020

Thomas C. O'Konski, Esq.
CESARI AND MCKENNA, LLP
88 Black Falcon Avenue
Boston, MA 02210
Telephone: (617) 951-2500
Facsimile: (617) 951-3927

Respectfully submitted,

MERIDIAN DESIGN, INC.

By its attorneys,



Jeffrey L. Snow
Christopher Centurelli
KIRKPATRICK & LOCKHART,
PRESTON GATES ELLIS LLP
State Street Financial Center
One Lincoln Street
Boston, MA 02111-2950
Telephone: (617) 261-3100
Facsimile: (617) 261-3175

Peter M. Midgley
IP LEGAL TEAM PLLC
P.O. Box 170440
Boise, ID 83716
Telephone: (208) 433-9121
Facsimile: (208) 441-9120

SO ORDERED.

Dated: _____, 2007

Hon. George A. O'Toole
United States District Judge